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Debtor in Possession*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

_____)	
In re:)	Chapter 11
)	
BEAR ISLAND PAPER COMPANY, L.L.C., ¹)	Case No. 10-31202 (DOT)
)	
Debtor.)	
_____)	

**ORDER EXTENDING BEAR ISLAND PAPER COMPANY, L.L.C.'S
EXCLUSIVE PERIODS TO FILE AND SOLICIT VOTES FOR A
CHAPTER 11 PLAN PURSUANT TO SECTION 1121(D) OF THE BANKRUPTCY CODE**

Upon the motion, dated September 8, 2010 (the "Motion"),² of Bear Island Paper Company, L.L.C., the debtor and debtor in possession in the above-captioned chapter 11 case ("Bear Island" or the "Debtor"), for entry of an order (the "Order") pursuant to section 1121(d) of the Bankruptcy Code extending Bear Island's Exclusive Periods; all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the

¹ The last four digits of the Debtor's federal tax identification number are 0914. The principal address for the Debtor is 10026 Old Ridge Road, Ashland, Virginia 23005.

² All capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Motion.

relief requested is in the best interests of the Debtor's estate, its creditors and other parties in interest; and the Debtor having provided adequate notice of the Motion and the opportunity for a hearing on the Motion under the particular circumstances; and the Court having reviewed the Motion and heard the statements in support of the relief requested therein at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted to the extent provided herein.
2. Bear Island's Exclusive Filing Period is extended through and including January 3, 2011.
3. Bear Island's Exclusive Solicitation Period is extended through and including March 4, 2011.
4. This Order is without prejudice to Bear Island's ability to seek further extensions of its Exclusive Periods pursuant to section 1121(d) of the Bankruptcy Code and without prejudice to parties' rights to object to such requests.
5. The Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this Order.
6. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

Dated: _____, 2010
Richmond, Virginia

Chief Judge Douglas O. Tice, Jr.
United States Bankruptcy Judge

I ASK FOR THIS:

/s/ Jonathan L. Hauser

Jonathan L. Hauser

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Debtor in Possession

CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Jonathan L. Hauser